

**355.1-301 Parties' power to choose applicable law -- Exceptions.**

- (1) This section applies to a transaction to the extent that it is governed by another article of the Uniform Commercial Code.
- (2) Except as otherwise provided in this section, when a transaction bears a reasonable relation to this state and also to another state or nation, the parties may agree that the law of either this state or such other state or nation shall govern their rights and duties.
- (3) In the absence of an agreement effective under subsection (2) of this section, the rights and obligations of the parties are determined by the law that would be selected by application of this state's conflict-of-laws principles.
- (4) To the extent that the Uniform Commercial Code governs a transaction, if one (1) of the following provisions of the Uniform Commercial Code specifies the applicable law, that provision governs and a contrary agreement is effective only to the extent permitted by the law so specified:
  - (a) KRS 355.2-402;
  - (b) KRS 355.2A-105 and 355.2A-106;
  - (c) KRS 355.4-102;
  - (d) KRS 355.4A-507;
  - (e) KRS 355.5-116;
  - (f) KRS 355.8-110;
  - (g) KRS 355.9-301 to 355.9-307.

**Effective:** July 12, 2006

**History:** Created 2006 Ky. Acts ch. 242, sec. 15, effective July 12, 2006.